

Company number 02127174

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

INDEPENDENT MEDIA DISTRIBUTION LIMITED

(the "Company")

Circulation Date: 10 August 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**2006 Act**"), the directors of the Company propose that the resolution below (the "**Resolution**") be passed as a special resolution:


SPECIAL RESOLUTION

That, the directors of the Company having made on 10 August 2017 a solvency statement in accordance with section 643 of the 2006 Act, the share capital of the Company be reduced from £90,095,608.10 (divided into 900,956,081 ordinary shares of £0.10 each) to £0.10 (divided into 1 ordinary share of £0.10) and that the amount arising from such reduction of share capital be carried to the distributable reserves of the Company.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being the sole member entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:


.....

for and on behalf of LAUSANNE ACQUISITIONS LIMITED

Date: 10 August 2017



NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by post to the Company's registered office.
- 2 If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4 Unless, by the expiry of 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.